
Stuart Frankel & Co.
Business Continuity Plan (BCP)

Introduction and Disclaimer

Stuart Frankel & Co., Inc. (the “Firm”) has put together the following Business Continuity Plan (“BCP”) pursuant to FINRA Rule 4370.

Stuart Frankel & Co., Inc. (the “Firm”) asserts that, to the best of its knowledge, all of the information contained in this document is accurate, and that the Firm has created business continuity plans that meet or in its opinion exceeds, industry standards and regulatory requirements. In the event of an actual significant business disruption, the Firm will make every reasonable effort to enact these plans as written. However, the plans summarized below are highly dependent upon critical infrastructure and resources that the Firm maintains no control over, including, but not limited to: electricity, telecommunications, water, external exchanges, market utilities, transportation infrastructures and clearing houses. The Firm cannot guarantee that it will be able to fully implement the plans summarized herein if a significant business disruption results in substantial loss of life.

I. Emergency Contact Persons

Customers can access the Firm by calling 212-943-8787. The emergency contacts for the Firm are: Jeffrey Frankel and/or Andrew Frankel. These names will be updated in the event of a material change and reviewed within 17 business days of the end of each quarter to assure compliance with the rules enumerated above.

II. Firm Policy

Our Firm’s policy is to respond to a Significant Business Disruption (hereafter referred to as “SBD”) by safeguarding employees’ lives and firm property, making a financial and operational assessment, quickly recovering and resuming operations, protecting all of the Firm’s books and records, and allowing our customers to transact business. In the event that we determine we are unable to continue our business; we will assure customers prompt access to their funds and securities.

A. Significant Business Disruptions (SBD’s)

Our plan anticipates two kinds of SBD’s, internal and external. Internal SBD’s affect only our firm’s ability to communicate and do business, such as a fire in our building. External SBD’s prevent the operation of the securities markets or a number of firms, such as a terrorist attack, a city flood, or a wide-scale regional disruption or a regional pandemic. Our response to an external SBD relies more heavily on other organizations and systems, especially on the capabilities of our clearing firms.

B. Approval and Execution Authority

Mr. Jeffrey Frankel, a registered principal, is responsible for approving the plan and for conducting the required annual review. Mr. Frankel has the authority to execute this BCP.

C. Plan Location and Access

Our firm will maintain copies of its BCP plan and the annual reviews, and the changes that have been made to it for inspection. An electronic copy of our plan is located on the Firms' network accessible to all employees of the Firm locally and at the contingency site.

III. Business Description

Stuart Frankel & Co., Inc. (the "Firm") is a registered broker/dealer under the Exchange act of 1934. The Firm is principally engaged in buying and selling securities for a diverse group of institutional and individual investors. The Firm is a member of the New York Stock Exchange ("NYSE") and the Financial Industry Regulatory Authority ("FINRA").

The Firm is an introducing broker dealer and clears all transactions on a fully disclosed basis with its clearing firm. The clearing firm is Pershing, LLC ("Pershing") located at One Pershing Plaza (www.pershing.com), Jersey City, NJ 07399.

Our BCP also relies on the clearing firm to release customer funds and securities. This information is provided in the attached BCP marked Pershing.

IV. Office Location

The Firm's primary location is located at 60 Cutter Mill Road, Suite 210, Great Neck, New York 11021. Our employees may travel to that office by means of foot, car, subway, train, ferry boat or bus. We engage in order taking and entry at this location.

V. Alternative Physical Location(s) of Employees

The Firm also operates on the Floor of the NYSE, 11 Wall Street, New York, NY 10005. In the event of an SBD that closes the NYSE and NYSE American (the "Exchanges", we will move our staff from affected offices to either our office in Great Neck or any alternative site designated by the Exchange. Also, the Exchanges have introduced a new functionality to operate without interruption, including opening and closing auctions, if either the Designated Market Maker (DMM) or the 11 Wall Street facilities are unavailable.

Administrative functions can be conducted from a remote location for an extended period of time as long as power and internet functionality is available to connect to vendors' web based applications.

VI. Customers' Access to Funds and Securities

The Firm is an introducing broker dealer and clears all transactions on a fully disclosed basis. As such, the Firm does not maintain custody of customers' funds and securities. Our clearing firm, Pershing, LLC, maintains customer funds and are able to deliver funds and securities to our customers. In the event of an internal or external SBD, if telephone

service is available, our registered persons will take customer orders or instructions and contact our clearing firm on their behalf. Should there be access to the web, our firm will have instructions posted on our website www.stuartfrankel.com on how customers may access their funds and securities. The Firm will make this information available to customers through its disclosure policy at least annually or at their request.

If SIPC determines that we are unable to meet our obligations to our customers or if our liabilities exceed our assets in violation of Securities Exchange Act Rule 15c3-1, SIPC may seek to appoint a trustee to disburse our assets to customers. We will assist SIPC and the trustee by providing our books and records identifying customer accounts subject to SIPC regulation.

VII. Data Back-Up and Recovery (Hard Copy and Electronic)

Our firm maintains its primary hard copy books and records and its electronic records at its' primary location referenced above.

The Firm has extensive back-up policies, procedures and processes in place designed to handle recovery activities with minimal firm interruption in services if a critical system failure should occur.

The Firm's server is backed up daily and a copy of the records are taken offsite daily.

In the event the Firm would lose electronic records due to the loss of our main office, we can continue operations from our back-ups at an alternate location.

VIII. Financial and Operational Assessments

A. Operational Risk

In the event of an SBD, the Firm will immediately analyze and identify what means will permit us to communicate with our customers, employees, critical business constituents, critical banks, critical counter-parties, and regulators. Although the effects of an SBD will determine the means of alternative communication, the communications options we will employ will include the telephone, emails, the Internet etc. In addition, we will retrieve our key activity records as described in the section above.

B. Financial and Credit Risk

In the event of an SBD, we will determine the value and liquidity of our investments and other assets to evaluate our ability to continue to fund our operations and remain in capital compliance. We will contact our clearing firm, critical banks, and investors to apprise them of our financial status. If we determine that we may be unable to meet our obligations to those counter-parties or otherwise continue to fund our operations, we will request additional financing from our bank or other credit sources to fulfill our

obligations to our customers and clients. If we cannot remedy a capital deficiency, we will file appropriate notices with our regulators and immediately take appropriate steps.

IX. Mission Critical Systems

Mission Critical Systems are those that the Firm utilizes for trading, Market information, comparison, allocations, order entry, order taking, order management, and those systems utilized ensure the fast and accurate processing of securities transactions. More specifically, these systems include Flextrade, Real Tick, BBSS, Refinitive, Bloomberg, Item, and NetX360.

During a SBD, the Firm expects to have connectivity to all mission critical systems either locally, at the alternative site, through the clearing firms or through the Internet. The systems used by the Firm are not location specific and therefore should be accessible for operations and trading.

Many of these systems are provided through our Clearing firm. Their contact information is attached below.

Our clearing firm contract provides that our clearing firm will maintain a business continuity plan and the capacity to execute that plan. Our clearing firm represents that it will advise us of any material changes to its plan that might affect our ability to maintain our business and presents us with an executive summary of its plan, which is attached. In the event our clearing firm executes its plan, it represents that it will notify us of such execution and provide us equal access to services as its other customers. If we reasonably determine that our clearing firm has not or cannot put its plan in place quickly enough to meet our needs, or is otherwise unable to provide access to such services, our clearing firm represents that it will assist us in seeking services from an alternative source.

Our clearing firm represents that it backs up our records at a remote site. Our clearing firm represents that it operates a back-up operating facility in a geographically separate area with the capability to conduct the same volume of business as its primary site. Our clearing firm has also confirmed the effectiveness of its back-up arrangements to recover from a wide scale disruption by testing.

Recovery-time objectives provide concrete goals to plan for and test against. They are not, however, hard and fast deadlines that must be met in every emergency situation, and various external factors surrounding a disruption, such as time of day, scope of disruption, and status of critical infrastructure—particularly telecommunications—can affect actual recovery times. Recovery refers to the restoration of clearing and settlement activities after a wide-scale disruption; resumption refers to the capacity to accept and process new transactions and payments after a wide-scale disruption. Our clearing firm has SBD recovery time and resumption objectives as indicated in the attached plan.

Glenda Bagnato the Firm's FINOP or Jeffrey Frankel the Firm's CCO will periodically review our clearing firm's capabilities to perform the mission critical functions the clearing firm has been contracted to perform for our firm.

A. Our Firm's Mission Critical Systems

1. Order Taking

Currently, our firm receives orders from customers via phone, instant message, and electronically via Fix Session. During an SBD, either internal or external, we will continue to take orders through any of these methods that are available and reliable, and in addition, as communications permit, we will inform our customers when communications become available to tell them what alternatives they have to send their orders to us. Customers will be informed of alternatives by telephone, email or instant message.

2. Order Entry

Currently, our firm enters orders inputting them into Flextrade. Flextrade allows us to route directly from our OMS to the NYSE HHD, as well as access to, via our algo providers, all available ECN's. In the event that the NYSE is closed, and no trading via the NYSE HHD/BBSS is available, we would still be able to access all available ECNs via our algo providers.

Additionally, in the event of an internal SBD, we will enter and send records to our clearing firm by the fastest alternative means available which include e-mail, fax, or physical delivery. In the event of an external SBD, we will maintain the order in electronic or paper format, and deliver the order to the clearing firm by the fastest means available when it resumes operations. Also, during an internal SBD, we may need to refer our customers to deal directly with our clearing firm for order entry.

3. Order Execution

We currently execute orders by Realtick, Pershing Algos and Clear pool. In the event of an internal SBD, we would have an NYSE member execute orders manually. In the event of an external SBD, provided the NYSE is open for business, we expect to execute orders in the same manner.

4. Other Services Currently Provided to Customers

We do not provide services other than those previously described to Customers.

B. Mission Critical Systems Provided by Our Clearing Firm

Our firm relies, by contract, on our clearing firm to provide order comparison, the maintenance of customer accounts, delivery of funds and securities, and access to customer accounts.

X. Alternate Communications Between the Firm and Customers, Employees, and Regulators

A. Customers

We now communicate with our customers using the telephone, e-mail, instant messaging, our Web site, fax, U.S. mail, and in person visits at our firm or at the other's location. In the event of an SBD, we will assess which means of communication are still available to us, and use the means closest in speed and form (written or oral) to the means that we have used in the past to communicate with the other party. For example, if we have communicated with a party by e-mail but the Internet is unavailable, we will chose the next best means of communication available.

B. Employees

We now communicate with our employees using the telephone, mobile phones, e-mail, instant messaging, and in person. In the event of an SBD, we will assess which means of communication are still available to us, and use the means closest in speed and form (written and oral) to the means that we have used in the past to communicate with the other party.

C. Regulators

We are currently members of the SRO: FINRA. We communicate with our regulators using the telephone, e-mail, fax, U.S. mail, and in person. In the event of an SBD, we will assess which means of communication are still available to us, and use the means closest in speed and form (written or oral) to the means that we have used in the past to communicate with the other party.

XI. Critical Business Constituents, Banks, and Counter-Parties

A. Business Constituents

We will contact our critical business constituents (businesses with which we have an ongoing commercial relationship in support of our operating activities, such as vendors providing us critical services), and determined the extent to which we can continue our business relationship with them in light of the internal or external SBD. We will consider establishing alternative arrangements if a business constituent can no longer provide the needed goods or services when we need them because of a SBD to them or our firm.

B. Banks

We will contact our banks and lenders to determine if they can continue to provide the financing that we may need in light of the internal or external SBD. The bank maintaining our operating account is JP Morgan and our account manager is Mr. Sebastian Ficht 270 Park Avenue, Floor 18, New York, NY 10017212-464-0115. The bank maintaining our Proprietary Account of Introducing Brokers/Dealers (PAIB account) is Pershing.

C. Counter-Parties

We have contacted our critical counter-parties, such as other broker-dealers or institutional customers, to determine if we will be able to carry out our transactions with them in light of the internal and external SBD. Where the transactions cannot be completed, we will work with our clearing firm or contact those counter-parties directly to make alternative arrangements to complete those transactions as soon as possible.

XII. Regulatory Reporting

Our firm is subject to regulation by: the Financial Industry Regulatory Authority (FINRA), the New York Stock Exchange (NYSE) & the Securities & Exchange Commission. We now file reports with our regulators using paper copies in the U.S. mail, and electronically using fax, e-mail, and the Internet. In the event of an SBD, we will check with the SEC, FINRA, NYSE and other regulators to determine which means of filing are still available to us, and use the means closest in speed and form (written or oral) to our previous filing method. In the event that we cannot contact our regulators, we will continue to file required reports using the communication means available to us.

XIII. Disclosure of Business Continuity Plan

We disclose our BCP to customers at account opening and mail it to customers upon request.

Updates and Annual Review

Our firm will review an update, if necessary, this plan whenever we have a material change to our operations, structure business or location or to those of our clearing firm. In addition, our firm will review this BCP at least annually, to modify it for any changes in our operations, structure, business, or location.

XIV. Senior Manager Approval

Senior management has approved this Business Continuity Plan as reasonably designed to enable our firm to meet its obligations to customers in the event of an SBD.

Signed:



Jeffrey Frankel

Title: President & CCO

Date: January 31, 2020

EMPLOYEE CALL LIST

The person to invoke use of the call list is Jeffrey Frankel or his designee. Confidential Call List available under separate cover.



Business Continuity Disclosure

DISCLOSURE REQUIRED BY FINANCIAL INDUSTRY REGULATORY AUTHORITY (FINRA) 4370

To address interruptions to Pershing's normal course of business, Pershing maintains a business continuity plan, which includes geographically dispersed data centers and processing facilities. The plan is reviewed annually and updated as necessary.

The plan outlines the actions Pershing will take in the event of a building, city or regional incident, including:

- Continuous processing support by personnel located in unaffected facilities
- Relocating technology or operational personnel to alternate regional facilities
- Switching technology data processing to an alternate regional data center

All Pershing operational facilities are equipped for resumption of business and are tested. Regarding all circumstances within our control, Pershing's Critical Service recovery time objective for business resumption, including those involving a relocation of personnel or technology, is four (4) hours or less, depending upon the availability of external resources.

If your firm experiences a significant business interruption, you may contact Pershing directly to process limited trade-related transactions, cash disbursements and security transfers.

Trades

Pershing will process the following closing security transactions:

- Sale of security position held long in the client's account
- Buy of security to close-out short security position

Pershing will process closing security transactions upon receipt of written instructions that must include the following information:

- Client brokerage account number
- Client name (as registered on the brokerage account)
- Security description, including symbol or CUSIP® number
- Number of shares

Note: All orders will be handled as market orders

Instructions to Pershing must be in writing and transmitted via facsimile to (201) 413-5368 or by postal service as follows:

BNY Mellon | Pershing
P.O. Box 2065
Jersey City, NJ 07303-2065

Please note that this fax number is for business interruption-related issues only, and should not be used for any other purposes, such as change of address notices, account transfers and credit verification. Information received on this fax that is unrelated to business interruption issues will not be acted upon.

Cash Disbursements

Pershing will process cash disbursements upon receipt of signed written instructions that must include the following information:

- Client brokerage account number
- Client name (as registered on the brokerage account)
- Exact amount to be disbursed



Cash Disbursements (continued)

- Method of disbursement (as follows), and provide the information indicated:

a) Check

- Indicate name and address of record to which the check is to be mailed

b) Federal Funds

- Indicate receiving bank name, ABA number and receiving bank account number

Note: The receiving bank account name and brokerage account name must be identical unless we have a letter of authorization on file indicating alternate instructions.

Instructions to Pershing must be in writing and transmitted via facsimile or postal service as follows:

BNY Mellon | Pershing
P.O. Box 2065
Jersey City, NJ 07303-2065
Fax: (201) 413-5368

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Securities Transfers

Pershing will process security transfer requests upon written instructions that must include the following information:

- Client brokerage account number
- Client name (as registered on the brokerage account)
- Description of security(ies) to be transferred, including symbol(s) or CUSIP number(s)
- Quantity to be transferred
- Receiving account information for securities, as follows:
 - a) Transfer to another brokerage account at Pershing
 - Provide receiving account number at Pershing (name and address on both accounts must be the same)
 - b) Transfer to another financial organization
 - Name of the receiving financial organization
 - DTC number (if the receiving financial organization is a registered broker-dealer)
 - Name of the receiving financial organization

Instructions to Pershing must be in writing and transmitted via facsimile or postal service as follows:

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P.O. Box 2065
Jersey City, NJ 07303-2065
Fax: (201) 413-5368

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March 2019